

**Agenda of the Annual General Meeting of shareholders of  
RoodMicrotec N.V. (the 'Company')  
to be held on Thursday 8 June 2017 at 14:00  
EURONEXT, Amsterdam**

- 1. Opening**
- 2. Discussion of the annual report of the board of management and the annual accounts 2016, and business update**
- 3. Adoption of the annual report 2016, including the risk policy and the corporate governance policy, and the 2016 financial statements**  
Questions to the auditor of the company and adoption of the 2016 financial statements
- 4. Discharge of the board of management in respect of its management during the reporting year**
- 5. Discharge of the supervisory board in respect of its supervision during the reporting year**
- 6. Adoption of result appropriation proposal**  
The result appropriation proposal is as follows. 'In view of the cyclical nature of the semiconductor industry, the capital-intensive nature of the company's activities and the planned growth, the result achieved will be reinvested in the company.'
- 7. Proposal for the intention to amend the articles of association.**  
The current articles require adjustment, partly due to altered laws and regulations.  
Proposal to amend article 24.3 and remove the age limit for appointment for supervisory board member.
- 8. Proposal to appoint V. Tee as Chairman of the Supervisory Board for a 2 year period.**
- 9. Other items and any other business**
- 10. Close**

**Zwolle, 27 April 2017**

**Supervisory Board and Board of Management**